UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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MARK FRIEDLICH,	:	
Plaintiff,	:	Civil Action No. 05 CV 6369 (GEL)
- against -	:	
PRICEWATERHOUSECOOPERS LLP, and CARRIE CLAY, in her individual and official capacity,	:	NOTICE OF MOTION
Defendants.	:	

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PLEASE TAKE NOTICE that, upon the accompanying memorandum of law, the annexed amended complaint ("Amended Complaint") and all prior proceedings herein, defendants PricewaterhouseCoopers LLP ("PwC") and Carrie Clay ("Clay") will move this Court, in Courtroom 6B of the United States Courthouse, 500 Pearl Street, New York, New York, on the 31st day of January, 2006, at 10:00 o'clock in the forenoon of that day, or as soon thereafter as counsel may be heard, for an Order, pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure, dismissing with prejudice Counts Two, Three, Four, Six, Eight, Ten, Eleven, Twelve, Thirteen, Fourteen and Fifteen of the Amended Complaint as against both PwC and Clay, further dismissing with prejudice Counts One and Nine of the Amended Complaint as against Clay only, and granting such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that, in accordance with the Federal Rules of Civil Procedure and Rule 6.1(b) of the Local Civil Rules for the United States District Court for the Southern District of New York, opposing papers, if any, must be filed within ten (10) business days following service of this motion.

Dated: New York, New York
January 6, 2006

WINSTON & STRAWN LLP

By: ____________________
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